

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov/>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the Administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov/>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .49 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

*Furnish this exhibit for EACH foreign principal listed in an initial statement
and for EACH additional foreign principal acquired subsequently.*

1. Name and address of registrant Fleishman-Hillard Inc. 200 N. Broadway, St. Louis, MO 63102	2. Registration No. 5801
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3. Name of foreign principal Abu Dhabi Department of Planning & Economy	4. Principal address of foreign principal P.O. Box 12 Al Salam Street, Abu Dhabi, United Arab Emirates
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5. Indicate whether your foreign principal is one of the following:

- ☒ Foreign government
- ☐ Foreign political party
- ☐ Foreign or domestic organization: If either, check one of the following:
- | | |
|--------------------------------------|---|
| <input type="checkbox"/> Partnership | <input type="checkbox"/> Committee |
| <input type="checkbox"/> Corporation | <input type="checkbox"/> Voluntary group |
| <input type="checkbox"/> Association | <input type="checkbox"/> Other (specify): _____ |
- ☐ Individual-State nationality _____

6. If the foreign principal is a foreign government, state:

- a) Branch or agency represented by the registrant
Department of Planning & Economy (DPE)
- b) Name and title of official with whom registrant deals
Nasser Ahmad Al Suwaidi, DPE President

7. If the foreign principal is a foreign political party, state:

- a) Principal address
N/A
- b) Name and title of official with whom registrant deals
N/A
- c) Principal aim
N/A

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8. If the foreign principal is not a foreign government or a foreign political party,

a) State the nature of the business or activity of this foreign principal.

N/A

b) Is this foreign principal

Supervised by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Owned by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Directed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Controlled by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Financed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Subsidized in part by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

9. Explain fully all items answered "Yes" in Item 8(b). *(If additional space is needed, a full insert page must be used.)*

N/A

10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

N/A

Date of Exhibit A
6/3/09

Name and Title
William B. Winkeler
Sr. Vice President, Sr. Partner & Corporate Controller

Signature

William B. Winkeler

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INSTRUCTIONS: A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. One original and two legible photocopies of this form shall be filed for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

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Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant

Fleishman-Hillard Inc.
200 N. Broadway, St. Louis, MO 63102

2. Registration No.

5801

3. Name of Foreign Principal

Abu Dhabi Department of Planning & Economy ("DPE")

Check Appropriate Boxes:

4. ☐ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
5. ☐ There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
6. ☒ The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.

Registrant's United Kingdom affiliate Fleishman-Hillard Group Limited ("FHGL") has an agreement to provide DPE with public relations and communications services regarding economic development in Abu Dhabi. FHGL requested Registrant's experts in the U.S. to provide Web site services described below. The budget for Registrant's fees and costs for Feb-May 2009 is \$64,054.40/Web site audit; and \$394,352.11/Web site map and recommendation.

7. Describe fully the nature and method of performance of the above indicated agreement or understanding.

Registrant's affiliate, FHGL, is a United Kingdom corporation owned by the ultimate parent company of Registrant. Under the agreement between FHGL and DPE, FHGL has agreed to provide public relations and communications services to the Foreign Principal, including communications audits, strategy, advice, media/press office handling, printed and broadcast materials, Web site advice, and other related services. FHGL's team is located in and providing services from the United Kingdom. FHGL requested Registrant's experts located in the United States to provide design, content and strategic advice relating to the DPE Web site, which is intended to reach the international community, including the United States, to educate, inform about, and attract international economic development interest in Abu Dhabi.

8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

At the request of Registrant's "sister" company, FHGL, Registrant has provided Web site design, content and strategic advice relating to DPE's Web site. Registrant provides an intracompany invoice/charge to FHGL, which has been or will be billed to DPE. Registrant agreed to audit and review DPE's existing Web site design, content, and capabilities. Registrant's personnel render the above described Web site services to DPE primarily from Registrant's United States office in Washington, DC. DPE has recently determined that it will take the results of Registrant's work and consult with a local Internet service provider in Abu Dhabi. At this time, Registrant is not anticipated to provide further service on this matter, but will update its FARA filings if that should change. While Registrant has been consulted for its communications, digital, and Web site construction and advisory capabilities, DPE retained all ultimate discretion and decision-making authority for the Web site content, use, and operation.

9. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes ☐ No ☒

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

Registrant has not contacted any United States government agency, official, or member of the United States public on behalf of DPE to influence such audiences. Registrant has provided initial advice for the DPE Web site. The Web site's ultimate goal is intended to attract investors, whether governmental, commercial, or non-profit, from all countries, including the United States. Therefore, while the Web site may indirectly impact "an agency or official of the government of the United States or a section of the public within the United States or with reference to the political or public interests, policies, or relations regarding" Abu Dhabi or DPE, Registrant's role has been purely advisory to DPE on Web site construction, and therefore we believe does not rise to the level of political activity as defined below.

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Date of Exhibit B 6/3/09	Name and Title William B. Winkeler Sr. VP, Sr. Partner & Corporate Controller	Signature 
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Footnote: Political activity as defined in Section 1(o) of the Act means any activity which the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.